

UNITED STATES DISTRICT COURT
DISTRICT OF NEVADA

FEDERAL TRADE COMMISSION,

Plaintiff,

vs.

AMG SERVICES, INC., *et al.*,

Defendants.

Case No.: 2:12-cv-00536-GMN-VCF

ORDER

Pending before the Court is a Motion for Preliminary Injunction (ECF No. 780) filed by The Federal Trade Commission (the “FTC”). Defendants Park 269, LLC and Kim C. Tucker (the “Relief Defendants”) and Defendants AMG Capital Management, LLC (“AMG”); Level 5 Motorsports, LLC; LeadFlash Consulting LLC; Black Creek Capital Corporation; Broadmoor Capital Partners; Scott A. Tucker; Nereyda M. Tucker, as Executor of the Estate of Blaine A. Tucker (the “Tucker Defendants”) (collectively “Defendants”) filed their respective Responses in Opposition (ECF Nos. 796 and 797) on May 26, 2015, one day after the deadline to Respond to the FTC’s motion.¹ The FTC subsequently filed a timely Joint Reply (ECF No. 803) to both Responses.²

¹ Both the Relief Defendants and the Tucker Defendants filed Motions for Extension of Time (ECF Nos. 786 and 792) requesting permission to extend the Response deadline by two weeks until June 9, 2015. However, the FTC opposed both these motions and neither group of defendants filed a Response after May 26, 2015. As a matter of equity, the Court will consider as timely the defendants’ Responses that were filed one day past the deadline. Further, because the Court will consider the Responses filed by the defendants and no later responses were filed prior to the requested extended deadline, the Court finds as moot the Motions for Extension of Time.

² Along with its 34-page Reply, the FTC filed a Motion for Leave to File Excess Pages (ECF No. 804) requesting permission to exceed the 20-page limit for replies set out in Nevada Local Rule 7-4 in light of its need to reply to both groups of defendants’ Response briefs. This motion was granted by the Court. (Order, ECF No. 807). The Tucker Defendants subsequently filed a Motion to Reconsider (ECF No. 808) asking the Court to reverse this decision. However, “[g]iven the district court’s inherent power to control their dockets, whether to grant leave to exceed the page limits set forth in the Civil Local Rules appears to be at the full discretion of the Court.” *Traylor Bros. v. San Diego Unified Port Dist.*, No. 08-CV-1019-L WVG, 2012 WL 1019966, at *2 (S.D. Cal. Mar. 26, 2012) (citing *United States v. W.R. Grace*, 526 F.3d 499, 509 (9th Cir. 2008) (en banc) (noting also that “judges

1 **I. BACKGROUND**

2 This action was brought by the FTC, asserting that the “high-fee, short-term payday
3 loans” offered by Defendants AMG, SFS, Inc., Red Cedar Services, Inc., and former Defendant
4 MNE Services, Inc. (“Lending Defendants”)³ violated section 5 of the Federal Trade
5 Commission Act of 1914, 15 § U.S.C. 45(a)(1), the Truth in Lending Act of 1968, 15 U.S.C.
6 § 1601(a), and Regulation Z, 12 C.F.R. § 1026(a). (Am. Compl. 15:1–20:6, ECF No. 386).

7 On December 27, 2012, the Court signed an Order entering the parties’ joint stipulation
8 for preliminary injunction and bifurcation. (ECF No. 296). The Bifurcation Order divided the
9 litigation into two phases: a liability phase and a relief phase. (*Id.* 9:1–10:23). During Phase I
10 of the proceedings, the Court would adjudicate the merits of the FTC’s claims for violations of
11 the FTC Act, TILA, and EFTA. (*Id.* 9:1–24). During Phase II of the proceedings, the Court
12 would adjudicate the remaining issues, including the individual liability of the various
13 Defendants. (*Id.* 10:119). On May 28, 2014, this Court entered an Order (ECF No. 584)
14 adopting a Report and Recommendation entered by Judge Ferenbach and granting summary
15 judgment in favor of the FTC on two of its four causes of action. Accordingly, the litigation is
16 now in Phase II of the proceedings.

17
18 exercise substantial discretion over what happens inside the courtroom”)). Moreover, the Tucker Defendants’
19 motion fails to present any evidence that the grounds for granting a motion to reconsider exist in this case. *See*
20 *Sch. Dist. No. 1J, Multnomah Cnty., Or. v. ACandS, Inc.*, 5 F.3d 1255, 1263 (9th Cir. 1993) (“Reconsideration is
21 appropriate if the district court (1) is presented with newly discovered evidence, (2) committed clear error or the
22 initial decision was manifestly unjust, or (3) if there is an intervening change in controlling law.”). Accordingly,
23 the Motion to Reconsider is denied.

24 The FTC also filed a Motion to Unseal (ECF No. 810) four documents (ECF Nos. 803-7, 803-8, 803-9, 803-10)
25 attached to its Reply as Exhibits, and the Tucker Defendants filed a Response (ECF No. 823). In their Response,
the Tucker Defendants only oppose unsealing Blaine Tucker’s Living Trust (ECF No. 803-7). Because the
Court denies FTC’s motion in regard to Blaine Tucker’s Living Trust and grants the Motion in regard to the
remaining documents.

³ Because the FTC’s Motion requests a preliminary injunction exclusively against the Tucker Defendants and the
Relief Defendants, SFS, Inc. and Red Cedar Services, Inc. are not affected by this Order.

1 In the instant Motion, the FTC seeks a preliminary injunction against the Tucker
2 Defendants and the Relief Defendants in the form of an asset freeze and accounting “[i]n light
3 of mounting evidence that Defendants have been engaged in a continuous improper dissipation
4 of and concealment of assets.” (Mot. for Prelim. Inj. 1:2–4, ECF No. 780). For the reasons set
5 forth below, the Court grants the Motion for Preliminary Injunction.

6 **II. LEGAL STANDARD**

7 Under Section 13(b) of the Federal Trade Commission Act (“FTC Act”), the Court may
8 grant the FTC a preliminary injunction “[u]pon a proper showing that, weighing the equities
9 and considering the Commission’s likelihood of ultimate success, such action would be in the
10 public interest.” 15 U.S.C. § 53(b). Section 13(b) of the FTC Act, therefore, “places a lighter
11 burden on the Commission than that imposed on private litigants by the traditional equity
12 standard.” *F.T.C. v. Warner Commc’n, Inc.*, 742 F.2d 1156, 1159 (9th Cir. 1984). Under this
13 more lenient standard, the FTC need not show irreparable harm; instead, it must only
14 demonstrate (1) that it is likely to succeed on the merits and (2) that the equities weigh in favor
15 of an injunction. *Id.* at 1160; *see also F.T.C. v. World Wide Factors*, 882 F.2d 344, 346 (9th
16 Cir. 1989).

17 A court’s authority to grant injunctive relief under Section 13(b) includes “all the
18 inherent equitable powers . . . for the proper and complete exercise” of the court’s equity
19 jurisdiction. *F.T.C. v. H.N. Singer, Inc.*, 668 F.2d 1107, 1112 (9th Cir. 1982) (citations
20 omitted). One such power is the authority to freeze a defendant’s assets. *Id.* at 1113; *F.T.C. v.*
21 *Evans Prods. Co.*, 775 F.2d 1084, 1088–89 (9th Cir. 1985). As the Ninth Circuit emphasized in
22 *H.N. Singer*, an order freezing assets is a form of “ancillary relief” rather than a primary
23 remedy. *See* 668 F.2d at 1112–13. “Courts have inherent equitable powers to grant ancillary
24 relief, other than a preliminary injunction restraining future violations of the law, when there is
25 no likelihood of recurrence.” *Evans Prods.*, 775 F.2d at 1088. “A party seeking an asset freeze

1 must show a likelihood of dissipation of the claimed assets, or other inability to recover
 2 monetary damages, if relief is not granted.” *Johnson v. Couturier*, 572 F.3d 1067, 1085 (9th
 3 Cir. 2009).

4 **III. DISCUSSION**

5 **A. Likelihood of Success on the Merits**

6 “[T]he burdens at the preliminary injunction stage track the burdens at trial.” *Gonzales v.*
 7 *O Centro Espirita Beneficente Uniao do Vegetal*, 546 U.S. 418, 429 (2006). Thus, the burden
 8 is on the FTC to demonstrate that it is likely to prevail on its claims that: (1) Scott Tucker and
 9 Blaine Tucker are individually liable; (2) a common enterprise existed among the lenders and
 10 their entities; and (3) the Relief Defendants are liable. “Because irreparable injury must be
 11 presumed in a statutory enforcement action, the district court need only . . . find some chance of
 12 probable success on the merits.” *World Wide Factors*, 882 F.2d at 347 (internal quotation
 13 marks omitted).

14 The Court finds that the FTC has satisfied its burden of demonstrating probable success
 15 on the merits of its claims, and considers each claim in turn.

16 *1. Scott Tucker and Blaine Tucker are Personally Liable for Violations of the FTC* 17 *Act*

18 Personal liability for violations of the FTC Act fall into two categories: liability for
 19 injunctive relief and liability for monetary relief. Individuals are liable for injunctive relief if
 20 they directly participate in the deceptive acts or have the authority to control them. *F.T.C. v.*
 21 *Publ’g Clearing House, Inc.*, 104 F.3d 1168, 1170 (9th Cir. 1997); *F.T.C. v. Stefanchik*, 559
 22 F.3d 924, 931 (9th Cir. 2009). To subject an individual to monetary liability, the FTC must
 23 show that the individual had knowledge of the misrepresentations, was recklessly indifferent to
 24 the truth or falsity of the misrepresentation, or was aware of a high probability of fraud and
 25 intentionally avoided the truth. *Publ’g Clearing House*, 104 F.3d at 1171; *Stefanchik*, 559 F.3d

1 at 931. “[T]he extent of an individual’s involvement in a fraudulent scheme alone is sufficient
2 to establish the requisite knowledge for personal restitutionary liability.” *F.T.C. v. Affordable*
3 *Media*, 179 F.3d 1228, 1235 (9th Cir. 1999).

4 The evidence produced by the FTC demonstrates that Scott Tucker and Blaine Tucker
5 acted with reckless indifference to the truth or falsity or an awareness of a high probability of
6 fraud and an intentional avoidance of the truth. Specifically, Scott Tucker, as AMG’s
7 president, directed all lending and collection activities, approved lending policies, drafted and
8 reviewed loan disclosures and website content, and interacted and entered into agreements with
9 third party servicers. (*See e.g.*, Grote Dep. 165:21–166:8, ECF No. 781-28). For his part as
10 AMG’s vice-president, Blaine Tucker edited and approved loan disclosures, reviewed content
11 appearing on the Lending Defendants’ websites, and had the authority to modify and approve
12 consumer call scripts and other lending policies implemented by the loan companies. (*See e.g.*,
13 AMG Resp. to Interrog. No. 9, ECF No. 781-29). Further, both Scott Tucker and Blaine
14 Tucker received periodic reports tracking consumer complaints and were aware that AMG’s
15 customers often did not understand the Lending Defendants’ process of renewals and
16 paydowns. (*See, e.g.*, Ex. 30 to Singhvi Decl., ECF No. 781-36). This evidence is sufficient to
17 support a preliminary conclusion that Scott Tucker and Blaine Tucker were recklessly
18 indifferent to or intentionally avoided the possibility of their representations being false or
19 fraudulent.

20 2. *Lenders Engaged in a Common Enterprise*

21 “[E]ntities constitute a common enterprise when they exhibit either vertical or horizontal
22 commonality—qualities that may be demonstrated by a showing of strongly interdependent
23 economic interests or the pooling of assets and revenues.” *F.T.C. v. Network Servs. Depot, Inc.*,
24 617 F.3d 1127, 1142–43 (9th Cir. 2010). In deciding whether a common enterprise exists,
25 courts may consider such factors as whether the companies were under common ownership and

1 control; whether they pooled resources and staff; whether they shared phone numbers,
2 employees, and email systems; and whether they jointly participated in a “common venture” in
3 which they benefited from a shared business scheme or referred customers to one another. *Id.* at
4 1243.

5 In support of its claim that the Tucker Defendants engaged in a common enterprise, the
6 FTC points out that “[t]he Tucker Corporate Defendants, wholly owned and controlled by Scott
7 Tucker and Blaine Tucker, shared office space with each other and shared employees with
8 AMG.”⁴ (Mot. for Prelim. Inj. 24:13–14; *see also* Ex. 57 to Singhvi Decl., ECF No. 57; Cert. of
9 Int. Parties, ECF No. 58; Tucker Defs.’ Am. Ans. ¶¶ 10–12, 15, ECF No. 397). Further, the
10 FTC also demonstrates that the Tucker Corporate Defendants and the Lending Defendants
11 commingled corporate funds through “thousands of exorbitant and seemingly random payments
12 made by the [Lending Defendants] to the Tucker Corporate Defendants.” (Mot. for Prelim. Inj.
13 24:13–14; *see also* Ex. 5 to Singhvi Decl. at 5–7, 22–25, 45, 53, 57, 67–70, ECF No. 781-11).

14 While the Tucker Defendants acknowledge that “[t]he bulk of the Motion [for
15 Preliminary Injunction] is devoted to trying to establish that Scott and Blaine Tucker were
16 members of the alleged common enterprise,” they neither discuss nor refute the FTC’s evidence
17 that the lenders engaged in a common enterprise. (Tucker Defs.’ Resp. 21:10–11, ECF No.
18 797). Accordingly, based on FTC’s evidence indicating that a common enterprise existed, and
19 the Tucker Defendants’ tacit agreement to this claim by failing to refute it, the Court finds that
20 the FTC is likely to succeed in proving that the Tucker Defendants engaged in a common
21 enterprise.

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25 ⁴ The “Tucker Corporate Defendants” are: AMG; Level 5 Motorsports, LLC; LeadFlash Consulting LLC; Black Creek Capital Corporation; and Broadmoor Capital Partners.

1 3. *The Relief Defendants are Liable*

2 District courts are given broad authority under the FTC Act to fashion equitable
3 remedies to the extent necessary to ensure effective relief. *Network Servs. Depot*, 617 F.3d at
4 1141–42. “The broad equitable powers of the federal courts can be employed to recover ill
5 gotten gains for the benefit of the victims of wrongdoing, whether held by the original
6 wrongdoer or by one who has received the proceeds after the wrong.” *S.E.C. v. Colello*, 139
7 F.3d 674, 676 (9th Cir. 1998). “The creditor plaintiff must show that the [relief] defendant has
8 received ill gotten funds *and* that he does not have a legitimate claim to those funds.” *Id.* at 677.
9 Upon such a showing, the remedy is an equitable monetary judgment in the amount of the
10 funds that the relief defendant received. *See id.*; *see also S.E.C. v. Banner Fund Int’l*, 211 F.3d
11 602, 617 (D.C. Cir. 2000) (“[D]isgorgement is an equitable obligation to return a sum equal to
12 the amount wrongfully obtained, rather than a requirement to replevy a specific asset.”).

13 The Relief Defendants received funds derived from the fraudulent activities of the other
14 defendants. Kim Tucker received at least \$19 million in non-salary payments, usually
15 orchestrated by Scott Tucker, originating from a Lending Defendant or a member of the
16 common enterprise. (*See, e.g.*, Ex. 109 to Singhvi Decl., ECF No. 781-115). Park 269, wholly
17 owned by Kim Tucker and nominal owner of an \$8 million mansion in Aspen, Colorado, also
18 received payments arranged by Scott Tucker for the property’s purchase, mortgage, property
19 taxes, furnishing, maintenance, and housekeeping. (*See, e.g.*, Ex. 118 to Singhvi Decl., ECF
20 No. 781-124). Based on this evidence of commingling of funds, and considering that the Court
21 has preliminarily found Scott Tucker to be personally liable for violations of the FTC Act, the
22 Court finds that the FTC has demonstrated a likelihood of success that it will recover from the
23 Relief Defendants.

24

25

B. Balancing of the Public and Private Interests

In balancing the equities, public equities receive far greater weight than private equities. *Affordable Media*, 179 F.3d at 1236. Public equities include economic benefits and competitive advantages for consumers, and effective relief for the FTC. *See Warner Commc'n*, 742 F.2d at 1165. “[W]hen a district court balances the hardships of the public interest against a private interest, the public interest should receive greater weight.” *World Wide Factors*, 882 F.2d at 347. If the FTC demonstrates a likelihood of success on the merits, “a countershowing of private equities alone does not justify denial of a preliminary injunction.” *Warner Commc'n*, 742 F.2d at 1165.

The Court finds that the public equities are substantial and outweigh the private equities in this case. As discussed below, the FTC has established that its ability to provide restitution to consumers will be severely impaired by the denial of an injunction. While the Tucker Defendants insist that living expenses and attorneys’ fees must be excluded from the asset freeze, the Court has discretion to impose limited allowances for normal living expenses and attorneys’ fees. *See, e.g., F.T.C. v. Ideal Fin. Sols., Inc.*, No. 2:13-CV-00143-JAD-GW, 2014 WL 4541191, at *2 (D. Nev. Sept. 9, 2014) (“The Ninth Circuit recognizes district courts’ discretion in civil cases to ‘forbid or limit payment of attorney fees out of frozen assets.’”) (quoting *Commodity Futures Trading Com’n v. Noble Metals Int’l, Inc.*, 67 F.3d 766, 775 (9th Cir. 1995)). Therefore, the balance of equities favors the FTC.

C. Asset Freeze

Congress has given district courts equitable authority to order the freezing of assets under § 13(b) of the FTCA. *H.N. Singer*, 668 F.2d at 1113. An asset freeze is proper to ensure that adequate funds will be available to compensate defrauded consumers. *Id.* “A party seeking an asset freeze must show a likelihood of dissipation of the claimed assets, or other inability to recover monetary damages, if relief is not granted.” *Johnson*, 572 F.3d at 1085. The Court

1 must also consider whether the freezing of assets “under certain circumstances . . . might thwart
 2 the goal of compensating investors if the freeze were to cause such disruption of defendants’
 3 business affairs that they would be financially destroyed.” *Id.* (quoting *S.E.C. v. Manor Nursing*
 4 *Ctrs., Inc.*, 458 F.2d 1082, 1106 (2d Cir. 1972)).

5 The FTC has presented sufficient evidence to justify an asset freeze. Not only has it
 6 shown that the Tucker Defendants are likely to conceal and dissipate assets, but it has also
 7 shown that a monetary award against the Tucker Defendants exceeds their ability to pay.
 8 Regarding dissipation and concealment of assets, the evidence demonstrates that the Tucker
 9 Defendants dissipated funds by writing thousands of checks to their wholly owned companies
 10 and using corporate assets for personal expenditures, including jet travel, luxury automobiles, a
 11 vacation home, and personal credit card expenses. (Ex. 66 to Singhvi Decl., ECF No. 781-72;
 12 Ex. 38 to Singhvi Decl., ECF No. 781-44). Further, between March 2013 and late 2014, the
 13 Tucker Defendants’ total assets shuffled through numerous financial institutions and ultimately
 14 decreased by \$90 million. (*See, e.g.*, Budich Decl. ¶ 8, ECF No. 782; Ex. 45 to Singhvi Decl.,
 15 ECF No. 781-51).

16 Next, regarding the Tucker Defendants’ abilities to pay a monetary reward, the FTC
 17 estimates that it may recover the following amounts: \$340 million to \$1.3 billion against the
 18 Tucker Defendants based on consumer restitution; \$400 million against the Tucker Defendants
 19 if the Court awards disgorgement; and \$27 million against the Relief Defendants based on the
 20 value of unearned payments made to them.⁵ (Mot. for Prelim. Inj. 27:23–27). Because the total

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 22 ⁵ The FTC’s consumer harm calculations are based on an analysis of defendants’ consumer loan data and
 23 summarized in the Declaration of Elizabeth Miles (“Miles Declaration”) pursuant to Federal Rule of Evidence
 24 1006. (Mot. for Prelim. Inj. 2:20–21; Miles Decl., ECF No. 781-1). The Tucker Defendants argue that the Miles
 25 Declaration is inadmissible under Rule 1006 because “summaries such as those set forth in the Declaration must
 be authenticated by an expert.” (Tucker Defs.’ Resp. 14:8–9). Further, the Tucker Defendants complain that they
 “have never been provided [the software used to generate the summaries and] have not been allowed to examine
 any of the ‘scripts’ [written] for this software.” (*Id.* 14:17–18). However, Rule 1006 merely requires that the
 “underlying records for which the summaries are made be admissible in evidence, and available to the opposing
 party for inspection.” *United States v. Rizk*, 660 F.3d 1125, 1130–31 (9th Cir. 2011). This standard does not

assets currently held by the Tucker Defendants and the Relief Defendants do not exceed \$125 million, it is likely that the Court’s judgment would greatly exceed Defendants’ abilities to pay. (See Budich Decl. ¶ 8). Finally, an asset freeze would not disrupt Defendants’ businesses as they have ceased operations. See *H.N. Singer*, 668 F.2d at 1113 (finding that “there is no danger that the freeze will disrupt the defendants’ business affairs [because] . . . [t]hey are out of business”).

While the Tucker Defendants do not dispute any of these facts, they nevertheless maintain that “[t]he FTC has failed to demonstrate the likelihood of dissipation or concealment of assets.” (Tucker Defs.’ Resp. 21:8). Principally, the Tucker Defendants argue that the FTC’s evidence of dissipation is “‘substantially outdated’ and ‘stale.’” (*Id.* 21:14) (quoting *F.T.C. v. Merch. Servs. Direct, LLC*, No. 13-CV-0279-TOR, 2013 WL 4094394, at *3 (E.D. Wash. Aug. 13, 2013)).⁶ In addition, the Tucker Defendants suggest that no dissipation occurred with regard to “[t]he \$90 million difference in assets from March to the latter part of 2014 [because those funds reflect] tax payments made by or on behalf of the Tucker Defendants.” (Tucker Defs.’ Resp. 23:1–3).

However, each of the Tucker Defendants’ arguments are misplaced. Indeed, evidence of past dissipation is relevant to and probative of the likelihood of future dissipation. See, e.g.,

require expert testimony, nor does it require the proponent of the summary to provide its software or disclose the exact keystrokes used to perform the calculations. See *Richardson v. Cheshier & Fuller, L.L.P.*, No. 6:07-CV-256, 2008 WL 5122122, at *4 (E.D. Tex. Dec. 3, 2008) (“[Witness’s] testimony described the contents of a summary of voluminous business records and the methods she used to create the summary, the admissibility of which neither party disputes. Such testimony is not considered expert testimony.”). Because the Tucker Defendants do not argue that the evidence upon which the Miles Declaration was generated is inadmissible or unavailable to them, the Tucker Defendants’ complaints under Rule 1006 are without merit. The Court further finds the Tucker Defendants’ additional attacks on the Miles Declaration unpersuasive and unfounded.

⁶ The Tucker Defendants fail to clarify that the court in *Merchant Services* discussed the relevance of “stale” evidence in the context of a permanent injunction against future violations of the FTC Act, not—as relevant here—ancillary relief. *Merch. Servs.*, 2013 WL 4094394, at *3. The *Merchant Services* court ultimately did decline to enter ancillary relief in the form of an asset freeze, but based its decision on other grounds. *Id.* at *4. This apparent misunderstanding of the difference between an injunction against future violations and ancillary relief pervades both the Tucker Defendants’ and the Relief Defendants’ Responses to the instant Motion. See, e.g., *Evans Prods.*, 775 F.2d at 1088.

1 *Affordable Media*, 179 F.3d at 1236–37 (noting defendants’ history of concealing and
 2 dissipating assets supported likelihood of dissipation finding). In addition, the Tucker
 3 Defendants cite no case law to support the proposition that funds obtained from deceived
 4 consumers to reduce their own income tax liability mitigates against a finding of dissipation.
 5 *C.f. F.T.C. v. Crittendon*, 823 F. Supp. 699, 704 (C.D. Cal. 1993) *aff’d* 19 F.3d 26 (9th Cir.
 6 1994) (funds derived from deception are held in constructive trust for deceived consumers, and
 7 are not to be used to pay defendant’s taxes). Moreover, as the FTC points out, “if the Tucker
 8 Defendants’ paid \$100 million in income taxes, where are the earnings upon which those taxes
 9 were assessed?” (Mot. for Prelim. Inj. 24:8–9). Given that the Tucker Defendants appear to
 10 have had just \$212.6 million in assets by the end of March 2013, FTC’s question renders
 11 Defendants’ explanations doubtful. (*See* Budich Decl. ¶ 7).

12 Accordingly, the Tucker Defendants’ conduct establishes a likelihood that in the absence
 13 of an asset freeze and accounting, asset dissipation and concealment will continue.⁷ *See, e.g.,*
 14 *Johnson*, 572 F.3d at 1085 (defendant’s past of diverting more than \$35 million in company
 15 assets to his personal bank account created a likelihood of asset dissipation). The Court
 16 therefore finds that it is necessary to freeze their assets and orders an accounting “to preserve
 17 the possibility of effective relief.” *Reebok Int’l, Ltd. v. Marnatech Enters., Inc.*, 970 F.2d 552,
 18 560 (9th Cir. 1992).

19 Based the forgoing, the Court shall issue a preliminary injunction consistent with the
 20 definitions set forth below.

21 **IV. DEFINITIONS**

22 1. “**Asset**” means any legal or equitable interest in, right to, or claim to, any real,
 23 personal, or intellectual property including, but not limited to, chattel, goods, instruments,

24 ⁷ The Tucker Defendants cite no authority to support their contention that the proposed accounting is unjustified
 25 “mandatory relief.” (Tucker Defs.’ Resp. 30:6–13). Instead, the Court recognizes that accountings are frequently
 and routinely ordered in conjunction with an asset freeze. *See, e.g., Johnson*, 572 F.3d at 1085.

1 equipment, fixtures, general intangibles, effects, leaseholds, contracts, mail or other deliveries,
2 shares of stock, securities, inventory, checks, notes, accounts, credits, receivables (as those
3 terms are defined in the Uniform Commercial Code), cash, trusts, including but not limited to
4 asset protection trusts, and reserve funds or other accounts associated with any payments
5 processed on behalf of any Defendant, including, but not limited to, such reserve funds held by
6 a payment processor, credit card processor, or bank.

7 2. **“Defendants”** means (a) each Tucker Defendant and (b) each Relief Defendant.
8 Furthermore, any person insofar as he or she is acting in the capacity of an officer, agent,
9 servant, employee, or attorney of any Tucker Defendant or any Relief Defendant, and any
10 person or entity in active concert or participation with any of the foregoing who receives actual
11 notice of this Order by personal service or otherwise, is bound to comply with this Order, *see*
12 Fed.R.Civ.P. 65(d), whether these persons or entities are acting directly or through a trust,
13 corporation, subsidiary, division, or other device.

14 3. **“Document”** is synonymous in meaning and equal in scope to the usage of the term
15 in the Federal Rules of Civil Procedure 34(a), and includes writing, drawings, graphs, charts,
16 Internet sites, Web pages, Web sites, electronic correspondence, including email and instant
17 messages, photographs, audio and video recordings, contracts, accounting data, advertisements
18 (including, but not limited to, advertisements placed on the World Wide Web), FTP Logs,
19 Server Access Logs, USENET Newsgroup postings, World Wide Web pages, books, written or
20 printed records, handwritten notes, telephone logs, telephone scripts, receipt books, ledgers,
21 personal and business canceled checks and check registers, bank statements, appointment
22 books, computer records, and other data compilations from which information can be obtained
23 and translated, if necessary, through detection devices into reasonably usable form. A draft or
24 non-identical copy is a separate document within the meaning of the term.

1 4. **“Person”** means a natural person, organization, or other legal entity, including a
2 corporation, partnership, proprietorship, association, cooperative, government or governmental
3 subdivision or agency, or any other group or combination acting as an entity.

4 5. **“Plaintiff” or “Commission” or “FTC”** means the Federal Trade Commission.

5 6. **“Relief Defendants”** means Kim Tucker, Park 269, LLC, and their successors,
6 assigns, affiliates, or subsidiaries.

7 7. **“Representatives”** means Defendants’ officers, agents, servants, employees, and
8 attorneys, and any other person or entity in active concert or participation with them who
9 receives actual notice of this Order by personal service or otherwise.

10 8. **“Tucker Defendants”** means Scott A. Tucker, AMG Capital Management, LLC,
11 Level 5 Motorsports, LLC, Black Creek Capital Corporation, LeadFlash Consulting LLC,
12 Broadmoor Capital Partners, LLC, and Nereyda M. Tucker, as Executor of the Estate of Blaine
13 A. Tucker, and their successors, entities, assigns, affiliates, or subsidiaries.

14 **V. CONCLUSION**

15 **IT IS HEREBY ORDERED** that the Tucker Defendants’ Motion for Extension of
16 Time (ECF No. 786) and the Relief Defendants’ Motion for Extension of Time (ECF No. 792)
17 are **DENIED as moot**.

18 **IT IS FURTHER ORDERED** that the Tucker Defendants’ Motion to Reconsider (ECF
19 No. 808) is **DENIED**.

20 **IT IS FURTHER ORDERED** that the FTC’s Motion to Unseal (ECF No. 810) is
21 **GRANTED in part and DENIED in part**. The Clerk is ordered to **UNSEAL** the following
22 documents: Declaration of Natalie C. Dempsey (ECF No. 803-8); OneClickCash Training
23 Manual (ECF No. 803-9); and UCL Team Meeting Minutes (ECF No. 803-10). Blaine
24 Tucker’s Living Trust (ECF No. 803-7) will remain filed under **SEAL**.
25

1 Defendants at any bank or savings and loan institution, or with any broker-
2 dealer, escrow agent, title company, commodity trading company, precious
3 metal dealer, or other financial institution or depository of any kind; or

4 6. held in any account for which any Defendant is an authorized signer.

5 B. Opening or causing to be opened, unless accompanied by counsel for the
6 Commission, any safe deposit boxes titled in the name of any Defendant, either individually or
7 jointly, or subject to access by any Defendant;

8 C. Obtaining a personal or secured loan encumbering the assets of any Defendant, or
9 subject to access by any Defendant;

10 D. Incurring liens or other encumbrances on real property, personal property, or
11 other assets in the name, singly or jointly, of any Defendant or of any corporation, partnership,
12 or other entity directly or indirectly owned, managed, or controlled by any Defendant; or

13 E. Incurring charges or cash advances on any credit or bank card issued in the name,
14 individually or jointly, of any Defendant, or any corporation, partnership, or other entity irectly
15 or indirectly owned, managed, or controlled by any Defendant or of which any Defendant is an
16 officer, director, member, or manager. This includes, but is not limited to, any corporate bank
17 or credit card account for which any Defendant is an authorized signer.

18 **IT IS FURTHER ORDERED** that the assets affected by this Section shall include
19 assets (a) existing as of the date this Order was entered, or (b) acquired by any Defendant
20 following entry of this Order, if such assets are derived from the conduct alleged in the
21 Commission's Complaint.

22 **IT IS FURTHER ORDERED** that Defendant Scott A. Tucker and Relief Defendant
23 Kim Tucker may retain access to \$75,000 (collectively) for attorneys' fees and living expenses
24 for two months following the date of this Order and that Defendant Nereyda M. Tucker may
25 retain \$25,000 for attorneys' fees and living expenses for two months following the date of this

1 Order. After the end of this two-month period, the FTC, Scott A. Tucker, Kim Tucker, and
2 Nereyda M. Tucker shall confer regarding future allowances for attorneys' fees and living
3 expenses.

4 **II.**

5 **DUTIES OF ASSET HOLDERS**

6 **IT IS FURTHER ORDERED** that any financial or brokerage institution, credit card
7 processing company, payment processor, merchant bank, acquiring bank, business entity, or
8 person who receives actual notice of this Order (by personal service or otherwise) that (a)
9 holds, controls, or maintains custody of any account or asset of any Defendant, (b) holds,
10 controls, or maintains custody of any asset associated with credit or debit card charges made on
11 behalf of any Defendant, including but not limited to, reserve funds held by payment
12 processors, or (c) has held, controlled, or maintained custody of any such account or asset at
13 any time since the date of entry of this Order shall:

14 A. Hold and retain within its control and prohibit the withdrawal, removal,
15 assignment, transfer, pledge, encumbrance, disbursement, dissipation, relinquishing,
16 conversion, sale, or other disposal of any such asset except by further order of this Court;

17 B. Deny any person access to any safe deposit box that is:

- 18 1. titled in the name of any Defendant, either individually or jointly; or
19 2. otherwise subject to access by any Defendant;

20 C. Provide the FTC's counsel, within three (3) business days of receiving a copy of
21 this Order, a sworn statement setting forth:

22 1. the identification number of each account or asset:

- 23 a. titled in the name, individually or jointly, of any of the Defendants;
24 b. held on behalf of, or for the benefit of, any of the Defendants; or
25

1 c. associated with credit or debit card charges made on behalf of any
2 of the Defendants;

3 2. the balance of each such account, or a description of the nature and value
4 of each such asset as of the close of business on the day on which this
5 Order is served, and, if the account or other asset has been closed or
6 removed, the date closed or removed, the total funds removed in order to
7 close the account, and the name of the person or entity to whom such
8 account or other asset was remitted; and

9 3. the identification of any safe deposit box that is either titled in the name,
10 individually or jointly, of any of the Defendants, or is otherwise subject to
11 access by any of the Defendants; and

12 D. Upon the request of the FTC, promptly provide the FTC with copies of all records
13 or other documentation pertaining to such account or asset, including, but not limited to,
14 originals or copies of account applications, account statements, signature cards, checks, drafts,
15 deposit tickets, transfers to and from the accounts, including wire transfers and wire transfer
16 instructions, all other debit and credit instruments or slips, currency transaction reports, 1099
17 forms, and safe deposit box logs.

18 **III.**

19 **FINANCIAL STATEMENTS**

20 **IT IS FURTHER ORDERED** that each Defendant, within five (5) days of service of
21 this Order upon them, shall prepare and deliver to counsel for the Commission completed
22 financial statements on the forms attached to this Order as **Attachment A** (Financial Statement
23 of Individual Defendant) for themselves individually, and **Attachment B** (Financial Statement
24 of Corporate Defendant) for each business entity under which they conduct business or of
25 which they are an officer, and for each trust for which any Defendant is a trustee. The financial

statements shall be accurate as of the date of entry of this Order. Each Defendant shall include in the financial statements a full accounting of all funds and assets, whether located inside or outside of the United States, that are: (a) titled in the name of such Defendant, jointly, severally, or individually; (b) held by any person or entity for the benefit of such Defendant; or (c) under the direct or indirect control of such Defendant.

IV.

REPATRIATION OF ASSETS AND DOCUMENTS

IT IS FURTHER ORDERED that within three (3) days following the service of this Order, each Defendant shall:

A. Provide the Commission with a full accounting of all funds, documents, and assets outside of the United States which are: (1) titled in the name, individually or jointly, of any Defendant; or (2) held by any person or entity for the benefit of any Defendant; or (3) under the direct or indirect control, whether jointly or singly, of any Defendant; and

B. Transfer to the territory of the United States all funds, documents, and assets located in foreign countries which are: (1) titled in the name individually or jointly of any Defendant; or (2) held by any person or entity, for the benefit of any Defendant; or (3) under the direct or indirect control of any Defendant, whether jointly or singly.

V.

NONINTERFERENCE WITH REPATRIATION

IT IS FURTHER ORDERED that Defendants and their Representatives, whether acting directly or through any entity, corporation, subsidiary, division, director, manager, member, affiliate, independent contractor, accountant, financial advisor, or other device, are hereby restrained and enjoined from taking any action, directly or indirectly, which may result in the encumbrance or dissipation of foreign assets, or in the hindrance of the repatriation required by Section IV of this Order, including, but not limited to:

VII.

**SERVICE ON FINANCIAL INSTITUTIONS,
ENTITIES, OR PERSONS**

IT IS FURTHER ORDERED that copies of this Order may be served by any means, including facsimile transmission, e-mail, and overnight delivery service, upon any financial institution or other entity or person that may have possession, custody, or control of any documents or assets of any Defendant, or that may otherwise be subject to any provision of this Order. Service upon any branch or office of any financial institution shall effect service upon the entire financial institution.

VIII.

GENERAL SERVICE OF ORDER

IT IS FURTHER ORDERED that pursuant to Rule 4(c)(2), Fed. R. Civ. P., this Order and the initial papers filed in this matter may be served on Defendants, upon the business premises of Defendants, and upon any financial institution or other entity or person that may have possession, custody or control of any documents or assets of any Defendant, or that may be subject to any provision of this Order, by employees of the FTC, by employees of any other law enforcement agency, by any agent of Plaintiff, or by any agent of any process service retained by Plaintiff.

IX.

CORRESPONDENCE

IT IS FURTHER ORDERED that, for the purpose of this Order, all correspondence and service of pleadings on Plaintiff shall be addressed to:

Nikhil Singhvi
Jason D. Schall
Ioana Rusu
Federal Trade Commission
600 Pennsylvania Avenue NW, CC-10232

1 Washington, DC 20580

2 FAX: 202-326-3768

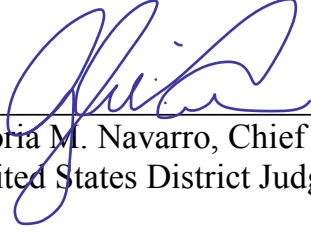
3 Email: nsinghvi@ftc.gov, jschall@ftc.gov, irusu@ftc.gov

4 **X.**

5 **RETENTION OF JURISDICTION**

6 **IT IS FURTHER ORDERED** that this Court shall retain jurisdiction of this matter for
7 all purposes.

8
9
10 **DATED** this 31 day of March, 2016.

11
12 
13 _____
14 Gloria M. Navarro, Chief Judge
15 United States District Judge
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Attachment A

FINANCIAL STATEMENT OF INDIVIDUAL DEFENDANT**Definitions and Instructions:**

1. Complete all items. Enter "None" or "N/A" ("Not Applicable") in the first field only of any item that does not apply to you. If you cannot fully answer a question, explain why.
2. "Dependents" include your spouse, live-in companion, dependent children, or any other person, whom you or your spouse (or your children's other parent) claimed or could have claimed as a dependent for tax purposes at any time during the past five years.
3. "Assets" and "Liabilities" include ALL assets and liabilities, located within the United States or any foreign country or territory, whether held individually or jointly and whether held by you, your spouse, or your dependents, or held by others for the benefit of you, your spouse, or your dependents.
4. Attach continuation pages as needed. On the financial statement, state next to the Item number that the Item is being continued. On the continuation page(s), identify the Item number(s) being continued.
5. Type or print legibly.
6. Initial each page in the space provided in the lower right corner.
7. Sign and date the completed financial statement on the last page.

Penalty for False Information:

Federal law provides that any person may be imprisoned for not more than five years, fined, or both, if such person:

(1) "in any matter within the jurisdiction of the executive, legislative, or judicial branch of the Government of the United States, knowingly and willfully falsifies, conceals or covers up by any trick, scheme, or devise a material fact; makes any materially false, fictitious or fraudulent statement or representation; or makes or uses any false writing or document knowing the same to contain any materially false, fictitious or fraudulent statement or entry" (18 U.S.C. § 1001);

(2) "in any . . . statement under penalty of perjury as permitted under section 1746 of title 28, United States Code, willfully subscribes as true any material matter which he does not believe to be true" (18 U.S.C. § 1621); or

(3) "in any (. . . statement under penalty of perjury as permitted under section 1746 of title 28, United States Code) in any proceeding before or ancillary to any court or grand jury of the United States knowingly makes any false material declaration or makes or uses any other information . . . knowing the same to contain any false material declaration" (18 U.S.C. § 1623).

For a felony conviction under the provisions cited above, federal law provides that the fine may be not more than the greater of (i) \$250,000 for an individual or \$500,000 for a corporation, or (ii) if the felony results in pecuniary gain to any person or pecuniary loss to any person other than the defendant, the greater of twice the gross gain or twice the gross loss. 18 U.S.C. § 3571.

BACKGROUND INFORMATION**Item 1. Information About You**

Full Name	Social Security No.		
Current Address of Primary Residence	Driver's License No.		State Issued
	Phone Numbers Home: () Fax: ()	Date of Birth: / / (mm/dd/yyyy)	
	Place of Birth		
<input type="checkbox"/> Rent <input type="checkbox"/> Own From (Date): / / (mm/dd/yyyy)	E-Mail Address		
Internet Home Page			

Previous Addresses for past five years (if required, use additional pages at end of form)

Address	From: / / (mm/dd/yyyy)	Until: / / (mm/dd/yyyy)
	<input type="checkbox"/> Rent <input type="checkbox"/> Own	
Address	From: / /	Until: / /
	<input type="checkbox"/> Rent <input type="checkbox"/> Own	
Address	From: / /	Until: / /
	<input type="checkbox"/> Rent <input type="checkbox"/> Own	
Identify any other name(s) and/or social security number(s) you have used, and the time period(s) during which they were used:		

Item 2. Information About Your Spouse or Live-In Companion

Spouse/Companion's Name	Social Security No.	Date of Birth / / (mm/dd/yyyy)
Address (if different from yours)	Phone Number ()	Place of Birth
	<input type="checkbox"/> Rent <input type="checkbox"/> Own From (Date): / / (mm/dd/yyyy)	
Identify any other name(s) and/or social security number(s) you have used, and the time period(s) during which they were used:		
Employer's Name and Address	Job Title	
	Years in Present Job	Annual Gross Salary/Wages \$

Item 3. Information About Your Previous Spouse

Name and Address	Social Security No.
	Date of Birth / / (mm/dd/yyyy)

Item 4. Contact Information (name and address of closest living relative other than your spouse)

Name and Address	Phone Number ()
------------------	------------------------

Initials: _____

Item 5. Information About Dependents (whether or not they reside with you)

Name and Address	Social Security No.	Date of Birth / / (mm/dd/yyyy)
	Relationship	
Name and Address	Social Security No.	Date of Birth / / (mm/dd/yyyy)
	Relationship	
Name and Address	Social Security No.	Date of Birth / / (mm/dd/yyyy)
	Relationship	
Name and Address	Social Security No.	Date of Birth / / (mm/dd/yyyy)
	Relationship	

Item 6. Employment Information/Employment Income

Provide the following information for this year-to-date and for each of the previous five full years, for each business entity of which you were a director, officer, member, partner, employee (including self-employment), agent, owner, shareholder, contractor, participant or consultant at any time during that period. "Income" includes, but is not limited to, any salary, commissions, distributions, draws, consulting fees, loans, loan payments, dividends, royalties, and benefits for which you did not pay (e.g., health insurance premiums, automobile lease or loan payments) received by you or anyone else on your behalf.

Company Name and Address	Dates Employed		Income Received: Y-T-D & 5 Prior Yrs.	
	From (Month/Year) /	To (Month/Year) /	Year	Income
Ownership Interest? <input type="checkbox"/> Yes <input type="checkbox"/> No			20	\$
Positions Held	From (Month/Year)	To (Month/Year)		\$
	/	/		\$
	/	/		\$
	/	/		\$
	/	/		\$
Company Name and Address	Dates Employed		Income Received: Y-T-D & 5 Prior Yrs.	
	From (Month/Year) /	To (Month/Year) /	Year	Income
Ownership Interest? <input type="checkbox"/> Yes <input type="checkbox"/> No			20	\$
Positions Held	From (Month/Year)	To (Month/Year)		\$
	/	/		\$
	/	/		\$
	/	/		\$
	/	/		\$
Company Name and Address	Dates Employed		Income Received: Y-T-D & 5 Prior Yrs.	
	From (Month/Year) /	To (Month/Year) /	Year	Income
Ownership Interest? <input type="checkbox"/> Yes <input type="checkbox"/> No			20	\$
Positions Held	From (Month/Year)	To (Month/Year)		\$
	/	/		\$
	/	/		\$
	/	/		\$
	/	/		\$

Initials: _____

Item 7. Pending Lawsuits Filed By or Against You or Your Spouse

List all pending lawsuits that have been filed by or against you or your spouse in any court or before an administrative agency in the United States or in any foreign country or territory. **Note:** At Item 12, list lawsuits that resulted in final judgments or settlements in your favor. At Item 21, list lawsuits that resulted in final judgments or settlements against you.

Caption of Proceeding	Court or Agency and Location	Case No.	Nature of Proceeding	Relief Requested	Status or Disposition

Item 8. Safe Deposit Boxes

List all safe deposit boxes, located within the United States or in any foreign country or territory, whether held individually or jointly and whether held by you, your spouse, or any of your dependents, or held by others for the benefit of you, your spouse, or any of your dependents.

Name of Owner(s)	Name & Address of Depository Institution	Box No.	Contents

Initials: _____

FINANCIAL INFORMATION

REMINDER: When an item asks for information regarding your "assets" and "liabilities" include ALL assets and liabilities, located within the United States or in any foreign country or territory, or institution, whether held individually or jointly, and whether held by you, your spouse, or any of your dependents, or held by others for the benefit of you, your spouse, or any of your dependents. In addition, provide all documents requested in Item 24 with your completed Financial Statement.

ASSETS**Item 9. Cash, Bank, and Money Market Accounts**

List cash on hand (as opposed to cash in bank accounts or other financial accounts) and all bank accounts, money market accounts, or other financial accounts, including but not limited to checking accounts, savings accounts, and certificates of deposit. The term "cash on hand" includes but is not limited to cash in the form of currency, uncashed checks, and money orders.

a. Amount of Cash on Hand \$		Form of Cash on Hand	
b. Name on Account	Name & Address of Financial Institution	Account No.	Current Balance
			\$
			\$
			\$
			\$
			\$

Item 10. Publicly Traded Securities

List all publicly traded securities, including but not limited to, stocks, stock options, corporate bonds, mutual funds, U.S. government securities (including but not limited to treasury bills and treasury notes), and state and municipal bonds. Also list any U.S. savings bonds.

Owner of Security	Issuer	Type of Security	No. of Units Owned
Broker House, Address	Broker Account No.		
	Current Fair Market Value \$	Loan(s) Against Security \$	
Owner of Security	Issuer	Type of Security	No. of Units Owned
Broker House, Address	Broker Account No.		
	Current Fair Market Value \$	Loan(s) Against Security \$	
Owner of Security	Issuer	Type of Security	No. of Units Owned
Broker House, Address	Broker Account No.		
	Current Fair Market Value \$	Loan(s) Against Security \$	

Initials: _____

Item 11. Non-Public Business and Financial Interests

List all non-public business and financial interests, including but not limited to any interest in a non-public corporation, subchapter-S corporation, limited liability corporation ("LLC"), general or limited partnership, joint venture, sole proprietorship, international business corporation or personal investment corporation, and oil or mineral lease.

Entity's Name & Address	Type of Business or Financial Interest (e.g., LLC, partnership)	Owner (e.g., self, spouse)	Ownership %	If Officer, Director, Member or Partner, Exact Title

Item 12. Amounts Owed to You, Your Spouse, or Your Dependents

Debtor's Name & Address	Date Obligation Incurred (Month/Year) /	Original Amount Owed \$	Nature of Obligation (if the result of a final court judgment or settlement, provide court name and docket number)
	Current Amount Owed \$	Payment Schedule \$	
Debtor's Telephone	Debtor's Relationship to You		
Debtor's Name & Address	Date Obligation Incurred (Month/Year) /	Original Amount Owed \$	Nature of Obligation (if the result of a final court judgment or settlement, provide court name and docket number)
	Current Amount Owed \$	Payment Schedule \$	
Debtor's Telephone	Debtor's Relationship to You		

Item 13. Life Insurance Policies

List all life insurance policies (including endowment policies) with any cash surrender value.

Insurance Company's Name, Address, & Telephone No.	Beneficiary	Policy No.	Face Value \$
	Insured	Loans Against Policy \$	Surrender Value \$
Insurance Company's Name, Address, & Telephone No.	Beneficiary	Policy No.	Face Value \$
	Insured	Loans Against Policy \$	Surrender Value \$

Item 14. Deferred Income Arrangements

List all deferred income arrangements, including but not limited to, deferred annuities, pensions plans, profit-sharing plans, 401(k) plans, IRAs, Keoghs, other retirement accounts, and college savings plans (e.g., 529 Plans).

Trustee or Administrator's Name, Address & Telephone No.	Name on Account		Account No.
	Date Established / / (mm/dd/yyyy)	Type of Plan	Surrender Value before Taxes and Penalties \$
Trustee or Administrator's Name, Address & Telephone No.	Name on Account		Account No.
	Date Established / /	Type of Plan	Surrender Value before Taxes and Penalties \$

Initials: _____

Item 15. Pending Insurance Payments or Inheritances

List any pending insurance payments or inheritances owed to you.

Type	Amount Expected	Date Expected (mm/dd/yyyy)
	\$	/ /
	\$	/ /
	\$	/ /

Item 16. Vehicles

List all cars, trucks, motorcycles, boats, airplanes, and other vehicles.

Vehicle Type	Year	Registered Owner's Name	Purchase Price \$	Original Loan Amount \$	Current Balance \$
Make		Registration State & No.	Account/Loan No.	Current Value \$	Monthly Payment \$
Model		Address of Vehicle's Location	Lender's Name and Address		
Vehicle Type	Year	Registered Owner's Name	Purchase Price \$	Original Loan Amount \$	Current Balance \$
Make		Registration State & No.	Account/Loan No.	Current Value \$	Monthly Payment \$
Model		Address of Vehicle's Location	Lender's Name and Address		
Vehicle Type	Year	Registered Owner's Name	Purchase Price \$	Original Loan Amount \$	Current Balance \$
Make		Registration State & No.	Account/Loan No.	Current Value \$	Monthly Payment \$
Model		Address of Vehicle's Location	Lender's Name and Address		
Vehicle Type	Year	Registered Owner's Name	Purchase Price \$	Original Loan Amount \$	Current Balance \$
Make		Registration State & No.	Account/Loan No.	Current Value \$	Monthly Payment \$
Model		Address of Vehicle's Location	Lender's Name and Address		

Item 17. Other Personal Property

List all other personal property not listed in Items 9-16 by category, whether held for personal use, investment or any other reason, including but not limited to coins, stamps, artwork, gemstones, jewelry, bullion, other collectibles, copyrights, patents, and other intellectual property.

Property Category (e.g., artwork, jewelry)	Name of Owner	Property Location	Acquisition Cost	Current Value
			\$	\$
			\$	\$
			\$	\$

Initials: _____

Item 18. Real Property

List all real property interests (including any land contract)

Property's Location		Type of Property	Name(s) on Title or Contract and Ownership Percentages	
Acquisition Date (mm/dd/yyyy) / /	Purchase Price \$	Current Value \$	Basis of Valuation	
Lender's Name and Address		Loan or Account No.	Current Balance On First Mortgage or Contract \$	
			Monthly Payment \$	
Other Mortgage Loan(s) (describe)		Monthly Payment \$	<input type="checkbox"/> Rental Unit	
		Current Balance \$	Monthly Rent Received \$	
Property's Location		Type of Property	Name(s) on Title or Contract and Ownership Percentages	
Acquisition Date (mm/dd/yyyy) / /	Purchase Price \$	Current Value \$	Basis of Valuation	
Lender's Name and Address		Loan or Account No.	Current Balance On First Mortgage or Contract \$	
			Monthly Payment \$	
Other Mortgage Loan(s) (describe)		Monthly Payment \$	<input type="checkbox"/> Rental Unit	
		Current Balance \$	Monthly Rent Received \$	

LIABILITIES**Item 19. Credit Cards**

List each credit card account held by you, your spouse, or your dependents, and any other credit cards that you, your spouse, or your dependents use, whether issued by a United States or foreign financial institution.

Name of Credit Card (e.g., Visa, MasterCard, Department Store)	Account No.	Name(s) on Account	Current Balance
			\$
			\$
			\$
			\$
			\$

Item 20. Taxes Payable

List all taxes, such as income taxes or real estate taxes, owed by you, your spouse, or your dependents.

Type of Tax	Amount Owed	Year Incurred
	\$	
	\$	
	\$	

Initials: _____

Item 21. Other Amounts Owed by You, Your Spouse, or Your Dependents

List all other amounts, not listed elsewhere in this financial statement, owed by you, your spouse, or your dependents.

Lender/Creditor's Name, Address, and Telephone No.		Nature of Debt (if the result of a court judgment or settlement, provide court name and docket number)	
		Lender/Creditor's Relationship to You	
Date Liability Was Incurred / / (mm/dd/yyyy)	Original Amount Owed \$	Current Amount Owed \$	Payment Schedule
Lender/Creditor's Name, Address, and Telephone No.		Nature of Debt (if the result of a court judgment or settlement, provide court name and docket number)	
		Lender/Creditor's Relationship to You	
Date Liability Was Incurred / / (mm/dd/yyyy)	Original Amount Owed \$	Current Amount Owed \$	Payment Schedule

OTHER FINANCIAL INFORMATION**Item 22. Trusts and Escrows**

List all funds and other assets that are being held in trust or escrow by any person or entity for you, your spouse, or your dependents. Include any legal retainers being held on your behalf by legal counsel. Also list all funds or other assets that are being held in trust or escrow by you, your spouse, or your dependents, for any person or entity.

Trustee or Escrow Agent's Name & Address	Date Established (mm/dd/yyyy)	Grantor	Beneficiaries	Present Market Value of Assets*
	/ /			\$
	/ /			\$
	/ /			\$

*If the market value of any asset is unknown, describe the asset and state its cost, if you know it.

Item 23. Transfers of Assets

List each person or entity to whom you have transferred, in the aggregate, more than \$5,000 in funds or other assets during the previous five years by loan, gift, sale, or other transfer (exclude ordinary and necessary living and business expenses paid to unrelated third parties). For each such person or entity, state the total amount transferred during that period.

Transferee's Name, Address, & Relationship	Property Transferred	Aggregate Value*	Transfer Date (mm/dd/yyyy)	Type of Transfer (e.g., Loan, Gift)
		\$	/ /	
		\$	/ /	
		\$	/ /	

*If the market value of any asset is unknown, describe the asset and state its cost, if you know it.

Initials: _____

Item 24. Document Requests

Provide copies of the following documents with your completed Financial Statement.

	Federal tax returns filed during the last three years by or on behalf of you, your spouse, or your dependents.
	All applications for bank loans or other extensions of credit (other than credit cards) that you, your spouse, or your dependents have submitted within the last two years, including by obtaining copies from lenders if necessary.
Item 9	For each bank account listed in Item 9, all account statements for the past 3 years.
Item 11	For each business entity listed in Item 11, provide (including by causing to be generated from accounting records) the most recent balance sheet, tax return, annual income statement, the most recent year-to-date income statement, and all general ledger files from account records.
Item 17	All appraisals that have been prepared for any property listed in Item 17, including appraisals done for insurance purposes. You may exclude any category of property where the total appraised value of all property in that category is less than \$2,000.
Item 18	All appraisals that have been prepared for real property listed in Item 18.
Item 21	Documentation for all debts listed in Item 21.
Item 22	All executed documents for any trust or escrow listed in Item 22. Also provide any appraisals, including insurance appraisals that have been done for any assets held by any such trust or in any such escrow.

SUMMARY FINANCIAL SCHEDULES**Item 25. Combined Balance Sheet for You, Your Spouse, and Your Dependents**

Assets		Liabilities	
Cash on Hand (Item 9)	\$	Loans Against Publicly Traded Securities (Item 10)	\$
Funds Held in Financial Institutions (Item 9)	\$	Vehicles - Liens (Item 16)	\$
U.S. Government Securities (Item 10)	\$	Real Property – Encumbrances (Item 18)	\$
Publicly Traded Securities (Item 10)	\$	Credit Cards (Item 19)	\$
Non-Public Business and Financial Interests (Item 11)	\$	Taxes Payable (Item 20)	\$
Amounts Owed to You (Item 12)	\$	Amounts Owed by You (Item 21)	\$
Life Insurance Policies (Item 13)	\$	Other Liabilities (Itemize)	
Deferred Income Arrangements (Item 14)	\$		\$
Vehicles (Item 16)	\$		\$
Other Personal Property (Item 17)	\$		\$
Real Property (Item 18)	\$		\$
Other Assets (Itemize)			\$
	\$		\$
	\$		\$
	\$		\$
Total Assets	\$	Total Liabilities	\$

Item 26. Combined Current Monthly Income and Expenses for You, Your Spouse, and Your Dependents

Provide the current monthly income and expenses for you, your spouse, and your dependents. Do not include credit card payments separately; rather, include credit card expenditures in the appropriate categories.

Income (State source of each item)		Expenses	
Salary - After Taxes Source:	\$	Mortgage or Rental Payments for Residence(s)	\$
Fees, Commissions, and Royalties Source:	\$	Property Taxes for Residence(s)	\$
Interest Source:	\$	Rental Property Expenses, Including Mortgage Payments, Taxes, and Insurance	\$
Dividends and Capital Gains Source:	\$	Car or Other Vehicle Lease or Loan Payments	\$
Gross Rental Income Source:	\$	Food Expenses	\$
Profits from Sole Proprietorships Source:	\$	Clothing Expenses	\$
Distributions from Partnerships, S-Corporations, and LLCs Source:	\$	Utilities	\$

Initials: _____

Item 26. Combined Current Monthly Income and Expenses for You, Your Spouse, and Your Dependents (cont.)

Distributions from Trusts and Estates Source:	\$	Medical Expenses, Including Insurance	\$
Distributions from Deferred Income Arrangements Source:	\$	Other Insurance Premiums	\$
Social Security Payments	\$	Other Transportation Expenses	\$
Alimony/Child Support Received	\$	Other Expenses (Itemize)	
Gambling Income	\$		\$
Other Income (Itemize)			\$
	\$		\$
	\$		\$
	\$		\$
Total Income	\$	Total Expenses	\$

ATTACHMENTS**Item 27. Documents Attached to this Financial Statement**

List all documents that are being submitted with this financial statement. For any Item 24 documents that are not attached, explain why.

Item No. Document Relates To	Description of Document

I am submitting this financial statement with the understanding that it may affect action by the Federal Trade Commission or a federal court. I have used my best efforts to obtain the information requested in this statement. The responses I have provided to the items above are true and contain all the requested facts and information of which I have notice or knowledge. I have provided all requested documents in my custody, possession, or control. I know of the penalties for false statements under 18 U.S.C. § 1001, 18 U.S.C. § 1621, and 18 U.S.C. § 1623 (five years imprisonment and/or fines). I certify under penalty of perjury under the laws of the United States that the foregoing is true and correct.

Executed on:

(Date)_____
Signature

Attachment B

FINANCIAL STATEMENT OF CORPORATE DEFENDANT**Instructions:**

1. Complete all items. Enter "None" or "N/A" ("Not Applicable") where appropriate. If you cannot fully answer a question, explain why.
2. The font size within each field will adjust automatically as you type to accommodate longer responses.
3. In completing this financial statement, "the corporation" refers not only to this corporation but also to each of its predecessors that are not named defendants in this action.
4. When an Item asks for information about assets or liabilities "held by the corporation," include ALL such assets and liabilities, located within the United States or elsewhere, held by the corporation or held by others for the benefit of the corporation.
5. Attach continuation pages as needed. On the financial statement, state next to the Item number that the Item is being continued. On the continuation page(s), identify the Item number being continued.
6. Type or print legibly.
7. An officer of the corporation must sign and date the completed financial statement on the last page and initial each page in the space provided in the lower right corner.

Penalty for False Information:

Federal law provides that any person may be imprisoned for not more than five years, fined, or both, if such person:

- (1) "in any matter within the jurisdiction of any department or agency of the United States knowingly and willfully falsifies, conceals or covers up by any trick, scheme, or device a material fact, or makes any false, fictitious or fraudulent statements or representations, or makes or uses any false writing or document knowing the same to contain any false, fictitious or fraudulent statement or entry" (18 U.S.C. § 1001);
- (2) "in any . . . statement under penalty of perjury as permitted under section 1746 of title 28, United States Code, willfully subscribes as true any material matter which he does not believe to be true" (18 U.S.C. § 1621); or
- (3) "in any (. . . statement under penalty of perjury as permitted under section 1746 of title 28, United States Code) in any proceeding before or ancillary to any court or grand jury of the United States knowingly makes any false material declaration or makes or uses any other information . . . knowing the same to contain any false material declaration." (18 U.S.C. § 1623)

For a felony conviction under the provisions cited above, federal law provides that the fine may be not more than the greater of (i) \$250,000 for an individual or \$500,000 for a corporation, or (ii) if the felony results in pecuniary gain to any person or pecuniary loss to any person other than the defendant, the greater of twice the gross gain or twice the gross loss. 18 U.S.C. § 3571.

BACKGROUND INFORMATION

Item 1. General Information

Corporation's Full Name _____

Primary Business Address _____ From (Date) _____

Telephone No. _____ Fax No. _____

E-Mail Address _____ Internet Home Page _____

All other current addresses & previous addresses for past five years, including post office boxes and mail drops:

Address _____ From/Until _____

Address _____ From/Until _____

Address _____ From/Until _____

All predecessor companies for past five years:

Name & Address _____ From/Until _____

Name & Address _____ From/Until _____

Name & Address _____ From/Until _____

Item 2. Legal Information

Federal Taxpayer ID No. _____ State & Date of Incorporation _____

State Tax ID No. _____ State _____ Profit or Not For Profit _____

Corporation's Present Status: Active _____ Inactive _____ Dissolved _____

If Dissolved: Date dissolved _____ By Whom _____

Reasons _____

Fiscal Year-End (Mo./Day) _____ Corporation's Business Activities _____

Item 3. Registered Agent

Name of Registered Agent _____

Address _____ Telephone No. _____

Item 4. Principal Stockholders

List all persons and entities that own at least 5% of the corporation's stock.

<u>Name & Address</u>	<u>% Owned</u>

Item 5. Board Members

List all members of the corporation's Board of Directors.

<u>Name & Address</u>	<u>% Owned</u>	<u>Term (From/Until)</u>

Item 6. Officers

List all of the corporation's officers, including *de facto* officers (individuals with significant management responsibility whose titles do not reflect the nature of their positions).

<u>Name & Address</u>	<u>% Owned</u>

Item 7. Businesses Related to the Corporation

List all corporations, partnerships, and other business entities in which this corporation has an ownership interest.

<u>Name & Address</u>	<u>Business Activities</u>	<u>% Owned</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____

State which of these businesses, if any, has ever transacted business with the corporation _____

Item 8. Businesses Related to Individuals

List all corporations, partnerships, and other business entities in which the corporation's principal stockholders, board members, or officers (i.e., the individuals listed in Items 4 - 6 above) have an ownership interest.

<u>Individual's Name</u>	<u>Business Name & Address</u>	<u>Business Activities</u>	<u>% Owned</u>
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

State which of these businesses, if any, have ever transacted business with the corporation _____

Item 9. Related Individuals

List all related individuals with whom the corporation has had any business transactions during the three previous fiscal years and current fiscal year-to-date. A "related individual" is a spouse, sibling, parent, or child of the principal stockholders, board members, and officers (i.e., the individuals listed in Items 4 - 6 above).

<u>Name and Address</u>	<u>Relationship</u>	<u>Business Activities</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____

Item 10. Outside Accountants

List all outside accountants retained by the corporation during the last three years.

<u>Name</u>	<u>Firm Name</u>	<u>Address</u>	<u>CPA/PA?</u>

Item 11. Corporation's Recordkeeping

List all individuals within the corporation with responsibility for keeping the corporation's financial books and records for the last three years.

<u>Name, Address, & Telephone Number</u>	<u>Position(s) Held</u>

Item 12. Attorneys

List all attorneys retained by the corporation during the last three years.

<u>Name</u>	<u>Firm Name</u>	<u>Address</u>

Item 13. Pending Lawsuits Filed by the Corporation

List all pending lawsuits that have been filed by the corporation in court or before an administrative agency. (List lawsuits that resulted in final judgments or settlements in favor of the corporation in Item 25).

Opposing Party's Name & Address _____

Court's Name & Address _____

Docket No. _____ Relief Requested _____ Nature of Lawsuit _____

_____ Status _____

Opposing Party's Name & Address _____

Court's Name & Address _____

Docket No. _____ Relief Requested _____ Nature of Lawsuit _____

_____ Status _____

Opposing Party's Name & Address _____

Court's Name & Address _____

Docket No. _____ Relief Requested _____ Nature of Lawsuit _____

_____ Status _____

Opposing Party's Name & Address _____

Court's Name & Address _____

Docket No. _____ Relief Requested _____ Nature of Lawsuit _____

_____ Status _____

Opposing Party's Name & Address _____

Court's Name & Address _____

Docket No. _____ Relief Requested _____ Nature of Lawsuit _____

_____ Status _____

Opposing Party's Name & Address _____

Court's Name & Address _____

Docket No. _____ Relief Requested _____ Nature of Lawsuit _____

_____ Status _____

Item 14. Current Lawsuits Filed Against the Corporation

List all pending lawsuits that have been filed against the corporation in court or before an administrative agency. (List lawsuits that resulted in final judgments, settlements, or orders in Items 26 - 27).

Opposing Party's Name & Address _____

Court's Name & Address _____

Docket No. _____ Relief Requested _____ Nature of Lawsuit _____

_____ Status _____

Opposing Party's Name & Address _____

Court's Name & Address _____

Docket No. _____ Relief Requested _____ Nature of Lawsuit _____

_____ Status _____

Opposing Party's Name & Address _____

Court's Name & Address _____

Docket No. _____ Relief Requested _____ Nature of Lawsuit _____

_____ Status _____

Opposing Party's Name & Address _____

Court's Name & Address _____

Docket No. _____ Relief Requested _____ Nature of Lawsuit _____

_____ Status _____

Opposing Party's Name & Address _____

Court's Name & Address _____

Docket No. _____ Relief Requested _____ Nature of Lawsuit _____

_____ Status _____

Opposing Party's Name & Address _____

Court's Name & Address _____

Docket No. _____ Relief Requested _____ Nature of Lawsuit _____

_____ Status _____

Item 15. Bankruptcy Information

List all state insolvency and federal bankruptcy proceedings involving the corporation.

Commencement Date _____ Termination Date _____ Docket No. _____

If State Court: Court & County _____ If Federal Court: District _____

Disposition _____

Item 16. Safe Deposit Boxes

List all safe deposit boxes, located within the United States or elsewhere, held by the corporation, or held by others for the benefit of the corporation. *On a separate page, describe the contents of each box.*

<u>Owner's Name</u>	<u>Name & Address of Depository Institution</u>	<u>Box No.</u>
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

FINANCIAL INFORMATION

REMINDER: When an Item asks for information about assets or liabilities “held by the corporation,” include **ALL** such assets and liabilities, located within the United States or elsewhere, held by the corporation or held by others for the benefit of the corporation.

Item 17. Tax Returns

List all federal and state corporate tax returns filed for the last three complete fiscal years. *Attach copies of all returns.*

<u>Federal/ State/Both</u>	<u>Tax Year</u>	<u>Tax Due Federal</u>	<u>Tax Paid Federal</u>	<u>Tax Due State</u>	<u>Tax Paid State</u>	<u>Preparer's Name</u>
_____	_____	\$ _____	\$ _____	\$ _____	\$ _____	_____
_____	_____	\$ _____	\$ _____	\$ _____	\$ _____	_____
_____	_____	\$ _____	\$ _____	\$ _____	\$ _____	_____

Item 18. Financial Statements

List all financial statements that were prepared for the corporation's last three complete fiscal years and for the current fiscal year-to-date. *Attach copies of all statements, providing audited statements if available.*

<u>Year</u>	<u>Balance Sheet</u>	<u>Profit & Loss Statement</u>	<u>Cash Flow Statement</u>	<u>Changes in Owner's Equity</u>	<u>Audited?</u>
_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____
_____	_____	_____	_____	_____	_____

Item 19. Financial Summary

For each of the last three complete fiscal years and for the current fiscal year-to-date for which the corporation has not provided a profit and loss statement in accordance with Item 18 above, provide the following summary financial information.

	<u>Current Year-to-Date</u>	<u>1 Year Ago</u>	<u>2 Years Ago</u>	<u>3 Years Ago</u>
<u>Gross Revenue</u>	\$_____	\$_____	\$_____	\$_____
<u>Expenses</u>	\$_____	\$_____	\$_____	\$_____
<u>Net Profit After Taxes</u>	\$_____	\$_____	\$_____	\$_____
<u>Payables</u>	\$_____			
<u>Receivables</u>	\$_____			

Item 20. Cash, Bank, and Money Market Accounts

List cash and all bank and money market accounts, including but not limited to, checking accounts, savings accounts, and certificates of deposit, held by the corporation. The term "cash" includes currency and uncashed checks.

Cash on Hand \$_____ Cash Held for the Corporation's Benefit \$_____

<u>Name & Address of Financial Institution</u>	<u>Signator(s) on Account</u>	<u>Account No.</u>	<u>Current Balance</u>
_____	_____	_____	\$_____
_____	_____	_____	\$_____
_____	_____	_____	\$_____
_____	_____	_____	\$_____

Item 21. Government Obligations and Publicly Traded Securities

List all U.S. Government obligations, including but not limited to, savings bonds, treasury bills, or treasury notes, held by the corporation. Also list all publicly traded securities, including but not limited to, stocks, stock options, registered and bearer bonds, state and municipal bonds, and mutual funds, held by the corporation.

Issuer _____ Type of Security/Obligation _____

No. of Units Owned _____ Current Fair Market Value \$ _____ Maturity Date _____

Issuer _____ Type of Security/Obligation _____

No. of Units Owned _____ Current Fair Market Value \$ _____ Maturity Date _____

Item 22. Real Estate

List all real estate, including leaseholds in excess of five years, held by the corporation.

Type of Property _____ Property's Location _____

Name(s) on Title and Ownership Percentages _____

Current Value \$ _____ Loan or Account No. _____

Lender's Name and Address _____

Current Balance On First Mortgage \$ _____ Monthly Payment \$ _____

Other Loan(s) (describe) _____ Current Balance \$ _____

Monthly Payment \$ _____ Rental Unit? _____ Monthly Rent Received \$ _____

Type of Property _____ Property's Location _____

Name(s) on Title and Ownership Percentages _____

Current Value \$ _____ Loan or Account No. _____

Lender's Name and Address _____

Current Balance On First Mortgage \$ _____ Monthly Payment \$ _____

Other Loan(s) (describe) _____ Current Balance \$ _____

Monthly Payment \$ _____ Rental Unit? _____ Monthly Rent Received \$ _____

Item 23. Other Assets

List all other property, by category, with an estimated value of \$2,500 or more, held by the corporation, including but not limited to, inventory, machinery, equipment, furniture, vehicles, customer lists, computer software, patents, and other intellectual property.

<u>Property Category</u>	<u>Property Location</u>	<u>Acquisition Cost</u>	<u>Current Value</u>
_____	_____	\$ _____	\$ _____
_____	_____	\$ _____	\$ _____
_____	_____	\$ _____	\$ _____
_____	_____	\$ _____	\$ _____
_____	_____	\$ _____	\$ _____
_____	_____	\$ _____	\$ _____
_____	_____	\$ _____	\$ _____
_____	_____	\$ _____	\$ _____
_____	_____	\$ _____	\$ _____

Item 24. Trusts and Escrows

List all persons and other entities holding funds or other assets that are in escrow or in trust for the corporation.

<u>Trustee or Escrow Agent's Name & Address</u>	<u>Description and Location of Assets</u>	<u>Present Market Value of Assets</u>
_____	_____	\$ _____
_____	_____	\$ _____
_____	_____	\$ _____
_____	_____	\$ _____
_____	_____	\$ _____
_____	_____	\$ _____
_____	_____	\$ _____

Item 25. Monetary Judgments and Settlements Owed To the Corporation

List all monetary judgments and settlements, recorded and unrecorded, owed to the corporation.

Opposing Party's Name & Address _____

Court's Name & Address _____ Docket No. _____

Nature of Lawsuit _____ Date of Judgment _____ Amount \$ _____

Opposing Party's Name & Address _____

Court's Name & Address _____ Docket No. _____

Nature of Lawsuit _____ Date of Judgment _____ Amount \$ _____

Item 26. Monetary Judgments and Settlements Owed By the Corporation

List all monetary judgments and settlements, recorded and unrecorded, owed by the corporation.

Opposing Party's Name & Address _____

Court's Name & Address _____ Docket No. _____

Nature of Lawsuit _____ Date _____ Amount \$ _____

Opposing Party's Name & Address _____

Court's Name & Address _____ Docket No. _____

Nature of Lawsuit _____ Date of Judgment _____ Amount \$ _____

Opposing Party's Name & Address _____

Court's Name & Address _____ Docket No. _____

Nature of Lawsuit _____ Date of Judgment _____ Amount \$ _____

Opposing Party's Name & Address _____

Court's Name & Address _____ Docket No. _____

Nature of Lawsuit _____ Date of Judgment _____ Amount \$ _____

Opposing Party's Name & Address _____

Court's Name & Address _____ Docket No. _____

Nature of Lawsuit _____ Date of Judgment _____ Amount \$ _____

Item 27. Government Orders and Settlements

List all existing orders and settlements between the corporation and any federal or state government entities.

Name of Agency _____ Contact Person _____

Address _____ Telephone No. _____

Agreement Date _____ Nature of Agreement _____

Item 28. Credit Cards

List all of the corporation's credit cards and store charge accounts and the individuals authorized to use them.

Name of Credit Card or Store

Names of Authorized Users and Positions Held

Item 29. Compensation of Employees

List all compensation and other benefits received from the corporation by the five most highly compensated employees, independent contractors, and consultants (other than those individuals listed in Items 5 and 6 above), for the two previous fiscal years and current fiscal year-to-date. "Compensation" includes, but is not limited to, salaries, commissions, consulting fees, bonuses, dividends, distributions, royalties, pensions, and profit sharing plans. "Other benefits" include, but are not limited to, loans, loan payments, rent, car payments, and insurance premiums, whether paid directly to the individuals, or paid to others on their behalf.

<u>Name/Position</u>	<u>Current Fiscal Year-to-Date</u>	<u>1 Year Ago</u>	<u>2 Years Ago</u>	<u>Compensation or Type of Benefits</u>
_____	\$ _____	\$ _____	\$ _____	_____
_____	\$ _____	\$ _____	\$ _____	_____
_____	\$ _____	\$ _____	\$ _____	_____
_____	\$ _____	\$ _____	\$ _____	_____
_____	\$ _____	\$ _____	\$ _____	_____

Item 30. Compensation of Board Members and Officers

List all compensation and other benefits received from the corporation by each person listed in Items 5 and 6, for the current fiscal year-to-date and the two previous fiscal years. "Compensation" includes, but is not limited to, salaries, commissions, consulting fees, dividends, distributions, royalties, pensions, and profit sharing plans. "Other benefits" include, but are not limited to, loans, loan payments, rent, car payments, and insurance premiums, whether paid directly to the individuals, or paid to others on their behalf.

<u>Name/Position</u>	<u>Current Fiscal Year-to-Date</u>	<u>1 Year Ago</u>	<u>2 Years Ago</u>	<u>Compensation or Type of Benefits</u>
_____	\$ _____	\$ _____	\$ _____	_____
_____	\$ _____	\$ _____	\$ _____	_____
_____	\$ _____	\$ _____	\$ _____	_____
_____	\$ _____	\$ _____	\$ _____	_____
_____	\$ _____	\$ _____	\$ _____	_____
_____	\$ _____	\$ _____	\$ _____	_____
_____	\$ _____	\$ _____	\$ _____	_____
_____	\$ _____	\$ _____	\$ _____	_____

Item 31. Transfers of Assets Including Cash and Property

List all transfers of assets over \$2,500 made by the corporation, other than in the ordinary course of business, during the previous three years, by loan, gift, sale, or other transfer.

<u>Transferee's Name, Address, & Relationship</u>	<u>Property Transferred</u>	<u>Aggregate Value</u>	<u>Transfer Date</u>	<u>Type of Transfer (e.g., Loan, Gift)</u>
_____	_____	\$ _____	_____	_____
_____	_____	\$ _____	_____	_____
_____	_____	\$ _____	_____	_____
_____	_____	\$ _____	_____	_____
_____	_____	\$ _____	_____	_____

Item 32. Documents Attached to the Financial Statement

List all documents that are being submitted with the financial statement.

[illegible]

I am submitting this financial statement with the understanding that it may affect action by the Federal Trade Commission or a federal court. I have used my best efforts to obtain the information requested in this statement. The responses I have provided to the items above are true and contain all the requested facts and information of which I have notice or knowledge. I have provided all requested documents in my custody, possession, or control. I know of the penalties for false statements under 18 U.S.C. § 1001, 18 U.S.C. § 1621, and 18 U.S.C. § 1623 (five years imprisonment and/or fines). I certify under penalty of perjury under the laws of the United States that the foregoing is true and correct.

Executed on:

(Date) _____

Signature _____

Corporate Position